

**IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF MISSISSIPPI**

**IN RE: AFFORDABLE HOUSING MISSISSIPPI LLC CHAPTER 11
Debtor CASE NO. 10-14827-DWH**

**APPLICATION TO EMPLOY ATTORNEYS,
AND DISCLOSURE OF COMPENSATION**

COMES NOW Affordable Housing Mississippi LLC (the “Debtor”), and files this its Application to Employ Attorneys, and Disclosure of Compensation (the “Application”), and in support thereof, would show unto the Court the following, to-wit:

1. On October 4, 2010, the Debtor herein filed with this Court its original petition for reorganization under Chapter 11 of the Bankruptcy Code.
2. In order to facilitate the prudent performance of its duties and the successful operation of the business under this reorganization proceeding, it is necessary for the Debtor to employ legal counsel. The professional services for which said attorneys will be retained to render shall include the following:
 - a. To advise and consult with the Debtor regarding questions arising from certain contract negotiations which will occur during the operation of business by the Debtor;
 - b. To evaluate and attack claims of various creditors who may assert security interests in the assets and who may seek to disturb the continued operation of the business.
 - c. To appear in, prosecute, or defend suits and proceedings, and to take all necessary and proper steps and other matters and things involved in or connected with the affairs of the estate of the Debtor;

- d. To represent the Debtor in court hearings and to assist in the preparation of contracts, reports, accounts, petitions, applications, orders and other papers and documents as may be necessary in this proceeding;
- e. To advise and consult with the Debtor in connection with any reorganization plan which may be proposed in this proceeding and any matters concerning the Debtor which arise out of or follow the acceptance or consummation of such reorganization or its rejection; and
- f. To perform such other legal services on behalf of the Debtor as they become necessary in this proceeding.

3. The Debtor desires to employ Harris Jernigan & Geno, PLLC ("HJG") for the performance of these legal services. These attorneys, whose offices are in Ridgeland, Mississippi, are fully competent to advise the Debtors on all matters which are anticipated to arise in the functioning of this case and to protect and preserve all rights of the Debtor and the interests of creditors. The Debtor desires to employ said attorneys at the following hourly rates: Craig M. Geno at \$300.00, plus expenses; Jeffrey K. Tyree at \$250.00, plus expenses; Melanie T. Vardaman at \$225.00, plus expenses; and paralegal/legal assistants at \$125.00 per hour, plus expenses. The Debtor has caused HJG to be paid a retainer of \$16,039.00, including a \$1,039.00 filing fee, to be applied to fees and expenses in this case. Said attorneys will bill at the rates set forth herein and, if necessary, submit requests for compensation to the Court for approval.

4. HJG is now counsel for the Debtor, and as represented in the Affidavit attached hereto as Exhibit "A", HJG represents no interests adverse to the Debtor or the estate and matters upon which it is to be engaged and its employment would be in the best interest of this estate. To the best of Debtor's knowledge, HJG has no connection with the creditors herein or any other

party-in-interest or their respective attorneys and accountants, or with the Office of the United States Trustee, or any employees of the Office of the United States Trustee, which are prohibited, which would interfere with or hinder the performance of HJG's duties herein, or which need to be described herein.

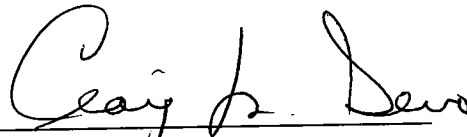
WHEREFORE, the Debtor requests that it be authorized to employ and appoint Harris Jernigan & Geno, PLLC as its attorneys and legal counsel, effective October 4, 2010. The Debtor prays for other such general and specific relief as the Court may deem just.

This, the 13th day of October, 2010.

Respectfully submitted,

AFFORDABLE HOUSING MISSISSIPPI LLC

By Its Attorneys,
HARRIS JERNIGAN & GENO, PLLC

By 
Craig M. Geno

OF COUNSEL:

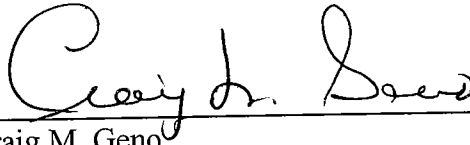
Craig M. Geno; MSB No. 4793
Jeffrey K. Tyree; MSB No. 9049
Melanie T. Vardaman; MSB No. 100392
Harris Jernigan & Geno, PLLC
587 Highland Colony Parkway (39157)
P. O. Box 3380
Ridgeland, MS 39158-3380
601-427-0048 - Telephone
601-427-0050 - Facsimile
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CERTIFICATE OF SERVICE

I, Craig M. Geno, do hereby certify that I have caused to be served this date, via Notice of Electronic Filing, a true and correct copy of the above and foregoing instrument to:

Sammye S. Tharp, Esq.
Office of the United States Trustee
Sammye.S.Tharp@usdoj.gov

This, the 13th day of October, 2010.



Craig M. Geno

**IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF MISSISSIPPI**

**IN RE: AFFORDABLE HOUSING MISSISSIPPI LLC CHAPTER 11
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EXHIBIT “A”

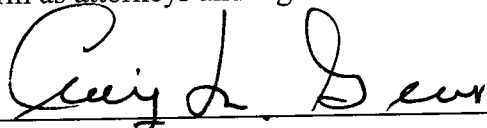
IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF MISSISSIPPI

IN RE: **AFFORDABLE HOUSING MISSISSIPPI LLC**
Debtor

CHAPTER 11
CASE NO. 10-14827-DWH

AFFIDAVIT

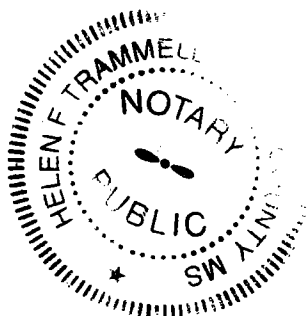
PERSONALLY APPEARED BEFORE ME, the undersigned authority, in and for the jurisdiction aforesaid, Craig M. Geno (the "Affiant") of Harris Jernigan & Geno, PLLC ("the Firm"), attorneys for the Debtor, who after having been by me first duly sworn, stated on oath that this Affidavit is filed herein in support of the Application to Employ Attorneys, and Disclosure of Compensation (the "Application"), that the Firm now represents the Debtor, it represents no interests adverse to the Debtor or the estate and matters upon which it is to be engaged, and the Firm's employment would be in the best interest of this estate. To the best of the Affiant's knowledge, the Firm has no connections with the creditors herein or any other party-in-interest or their respective attorneys and accountants, or with the office of the U. S. Trustee, or any employees thereof, which are prohibited, which would interfere with or hinder the performance of counsel's duties herein, or which need to be described herein. The Affiant hereby makes application for the employment of the Firm as attorneys and legal counsel for the Debtor.



Craig M. Geno

STATE OF MISSISSIPPI
COUNTY OF MADISON

SWORN TO AND SUBSCRIBED BEFORE ME, this the 13th day of October, 2010.





NOTARY PUBLIC

MY COMMISSION EXPIRES 5-30-11